

**RESTATED AND AMENDED
BY-LAWS
OF
LOS ISLEÑOS HERITAGE AND CULTURAL SOCIETY OF ST. BERNARD**

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ARTICLE I - NAME AND LOCATION

SECTION I The name of the nonprofit corporation shall be **Los Isleños Heritage and Cultural Society of St. Bernard**. In these By-Laws, it shall also be referred to as the corporation.

SECTION II The domicile and mailing address of this corporation shall be 1357 Bayou Road, Saint Bernard, Louisiana 70085.

ARTICLE II - OBJECTIVES

SECTION I Los Isleños Heritage and Cultural Society of St. Bernard shall pursue actions, engage in advocacy, and support other items that satisfy its Mission Statement as described in the Articles of Incorporation.

SECTION II Los Isleños Heritage and Cultural Society of St. Bernard shall take direct action to support the preservation and promotion of Isleño culture and identity. The Objectives of the corporation shall be:

- I. The Spanish language still maintained by the eldest members of the Isleño community, described as Isleño Spanish, shall be taught to the Canary Islander Descendants Community of St. Bernard, with attention given to the youth and families. Workbooks, literature, and other documents shall be developed to teach Isleño Spanish. Efforts shall be taken to revive the status of Spanish as an everyday language that is visible in the community. Los Isleños Heritage and Cultural Society of St. Bernard shall use both English and Spanish in official written communication and online.
- II. Cuisine of the community shall be made available at events and meetings of Los Isleños Heritage and Cultural Society of St. Bernard. Cookbooks documenting the food ways of the Isleños of St. Bernard shall be developed and updated to incorporate all facets of the traditional diet. Events celebrating the cuisine of the community shall be hosted.
- III. Forms of music such as *décimas*, *corridos*, *romances*, and other songs shall be documented and taught to the Canary Islander Descendants Community of St. Bernard. The importance of the *décima* shall be stressed with programs for participants to create examples of *décimas*. Knowledge of traditional instruments such as the timple shall be distributed. Los Isleños Heritage and Cultural Society of St. Bernard shall organize performances of traditional musicians.
- IV. The history of the original Canary Islander colonists, their descendants, and communities that came to shape the identity shall be studied. Information regarding ancestors, artifacts, photos, videos, paper documents, and other items shall be collected and/or documented. Interpretive programs shall be developed to illustrate the distinct identity of the Isleño community.
- V. Artisanry of the community which includes palmetto weaving, wood carving, and Tenerife lace shall be practiced. Instructions on performing these crafts shall be produced and be made available at large. Gatherings celebrating the crafts of the community shall be hosted.
- VI. Customs such as the *limosna* (community collection) shall be maintained and used by Los Isleños Heritage and Cultural Society of St. Bernard. *Traje típico* (traditional garb) or other costumes shall be

worn wherever possible at events and gatherings. Events, festivals, and holidays important to the Canary Islander Descendants Community shall be observed such as Canary Islands Day on May 30th.

- VII. Folklore and legends that exemplify the Isleño community like the *cuentos de Quevedo* (tales of Quevedo), *la luz de los árboles* (the light of the trees) or *la luz del lago* (the light of the lake), and other stories shall be taught to the Canary Islander Descendants Community.
- VIII. Techniques in folk healing shall be documented as an example of the resourcefulness of the Isleños. These methods shall be researched and demonstrated to the Canary Islander Descendants Community.

SECTION III Upon satisfying an Objective, Los Isleños Heritage and Cultural Society of St. Bernard shall improve upon its actions either by further advancing previous programs, increasing participation in initiatives, increasing the number of events and activities, and/or contracting professionals.

SECTION IV Los Isleños Heritage and Cultural Society of St. Bernard shall support individuals, organizations, academics, professionals, and other groups that are devoted to fulfilling these Objectives and the Mission Statement.

ARTICLE III - OFFICERS AND DIRECTORS

SECTION I The President shall preside over all meetings of Los Isleños Heritage and Cultural Society of St. Bernard. The duties of the President shall be:

- I. He/She shall enforce the strict observance of the Articles of Incorporation and By-Laws.
- II. He/She shall create committees and appoint members thereof as deemed advisable.
- III. He/She shall assist the Historian and Heritage Committee in developing programs which illustrate the distinct identity of the Isleños.
- IV. He/She shall direct a contracted webmaster and/or social media manager to maintain and develop an online presence.
- V. He/She shall be jointly responsible for all transactions by bank draft.

VI. He/She shall perform other such duties as custom and parliamentary usage require.

SECTION II The Vice President shall provide assistance to the President, and in the absence of the President, shall be responsible for assuming the duties of the President. The Vice President shall succeed the President in office and complete his/her unexpired term in case of death, resignation, or removal. The duties of the Vice President shall be:

- I. He/She shall preside as chair of the Membership Committee. The Vice President shall coordinate efforts with the Publicity Committee.
- II. He/She shall preside as chair of the Election Committee during odd-numbered years. During even-numbered years, the Vice President shall select an Officer or Director whose term is not expiring to serve temporarily as an impartial chair.
- III. He/She shall maintain a membership list inclusive of names, physical mailing addresses, email address, telephone numbers, and Isleño or Canary Islander ancestry. The Vice President shall document membership voting eligibility and delinquency.
- IV. He/She shall forward membership notices as directed by the President.
- V. He/She shall be jointly responsible for all transactions by bank draft.

SECTION III The duties of the Secretary shall be:

- I. He/She shall preside as chair, or designate a chair, of the Publicity Committee.
- II. He/She shall prepare minutes of all meetings.
- III. He/She shall act as custodian of all books, papers, and records.
- IV. He/She shall be jointly responsible for all transactions by bank draft.

SECTION IV The Treasurer shall have experience in accounting and managing nonprofit corporations. The Treasurer shall work in conjunction with a certified public accountant (CPA) contracted by the corporation to fulfill his/her duties. The duties of the Treasurer shall be:

- I. He/She shall receive all monies due to the corporation, including authorized bills, and shall prepare disbursements upon authorization of the Board of Directors.
- II. He/She shall receive money collected by the membership and deposit the same in designated bank accounts.
- III. He/She shall keep accounts of receipts and expenditures to prepare monthly and annual accounts thereof, in addition to such other reports or accounts as deemed necessary by the Board of Directors, State of Louisiana, and Internal Revenue Service (IRS).
- IV. He/She shall deliver to his/her successor all money, vouchers, account books, and any other documents relevant to the corporation's treasury during the period of transition between office holders.
- V. He/She shall oversee all transactions by bank draft with jointly responsible individuals.
- VI. He/She shall prepare a monthly report for presentation to the general membership that documents donations, income, and disbursements in all bank accounts maintained by Los Isleños Heritage and Cultural Society of St. Bernard. The treasurer shall prepare an annual financial statement for presentation during a select general membership meeting for delivering and receiving annual reports.
- VII. He/She shall assist in the preparation of audit and tax returns.

SECTION V The Historian shall have fluency in Spanish and have extensive knowledge of the history and cultural traditions of the Canary Islander Descendants Community of St. Bernard Parish. The Historian shall work under the direction of the St. Bernard Parish Historian, and in cooperation with the Gobierno de Canarias, to fulfill his/her duties. The duties of the Historian shall be:

- I. He/She shall preside as chair of the Museum Committee.
- II. He/She shall preserve and compile documentation relative to the history and culture of the Canary Islander colonists and their descendants in St. Bernard Parish.
- III. He/She shall develop interpretive programs which illustrate the distinct identity of the Isleños.

SECTION VI The Sergeant-at-Arms shall preserve order at all meetings. At least one (1) Sergeant-at-Arms must be present at all meetings of Los Isleños Heritage and Cultural Society of St. Bernard.

SECTION VII The Directors shall administer the corporation.

ARTICLE IV - BOARD OF DIRECTORS

SECTION I The government and management of this corporation shall be entrusted to the Board of Directors and shall have the following responsibilities:

- I. It shall comply with the terms and conditions of the Articles of Incorporation and By-Laws of this corporation and enforce compliance of the general membership with the same provisions.
- II. It shall determine that funds are deposited and dispersed. An audit shall be prepared prior to Officers and Directors assuming office through election. The Board of Directors shall participate with the Treasurer in an annual audit of all records.
- III. It shall contract professionals to maintain the nonprofit status of the corporation, to achieve the purpose of the Mission Statement, or to acquire additional support. At least one (1) CPA and one (1) webmaster shall be contracted by the Board of Directors.
- IV. It shall present all proceedings of the Board of Directors to the general membership.
- V. It shall determine the costs of membership dues in U.S. dollars (USD).
- VI. It shall meet every month. Special meetings shall be called by the order of the President or on written request of at least three (3) members of the Board of Directors.
- VII. It shall reserve the power to form a youth chapter of individuals between five (5) and seventeen (17) years of age as a means of educating the community about the distinct heritage, culture, and language of the Isleños of St. Bernard Parish.

SECTION II Any Officer or Director wishing to resign shall submit a written resignation to the Board of Directors. All property of the corporation shall be returned by the Officer or Director no later than one (1) week following his/her resignation.

SECTION III A vacancy existing in the Board of Directors from any cause other than the expiration of a term, excluding the office of President, shall be filled by a majority vote of the Board of Directors. A member so elected shall hold that position for the unexpired term of the Officer or Director succeeded.

ARTICLE V - COMMITTEES

SECTION I The standing committees of the corporation shall be:

- I. The Fiesta Committee shall be responsible for planning and implementing the Fiesta de los Isleños (Los Isleños Fiesta), the principal fundraising event to support the Mission Statement of Los Isleños Heritage and Cultural Society of St. Bernard. The Fiesta Committee shall be responsible for developing a procedure for Los Isleños Fiesta. Los Isleños Fiesta shall include a main folkloric performance representing the traditional music and dance repertoire of the Canary Islands. The performance represents a living link to the cultural origin of the Isleños of St. Bernard Parish. This performance may only be cancelled under extraordinary circumstances that pose a significant risk to the health and safety of performers and/or the audience. In such a case, no replacement performance shall be hosted which represents a folkloric tradition other than that from the Canary Islands. The current President shall not function as chair of this Committee.
- II. The Heritage Committee shall develop heritage programs to satisfy the Mission Statement and Objectives listed in the Articles of Incorporation and these By-Laws. In particular, programs relating to the preservation and promotion of the Isleño Spanish language, cultural traditions, cuisine, folklore, and other elements shall be developed.

- III. The Membership Committee shall coordinate membership drives, collect membership dues, and disburse membership applications.
- IV. The Museum Committee shall establish interpretive programs which Los Isleños Museum Complex docent staff shall use to explain and illustrate the distinct language, heritage, and cultural traditions of the Canary Islander Descendants Community of St. Bernard Parish. With oversight by St. Bernard Parish Government, the chair shall schedule tours with volunteer docents who shall open and close Los Isleños Museum Complex in accordance with the cooperative agreement between Los Isleños Heritage and Cultural Society of St. Bernard and St. Bernard Parish Government. The chair shall comply with all doctrines set forth by the Board of Directors in the administration of Los Isleños Museum Complex.
- V. The Publicity Committee shall compose all correspondence with members and the news media, work in close cooperation with the Board of Directors, and post dates for corporation activities.

SECTION II Any Committee member wishing to resign shall submit a written resignation to the Committee chair and/or President. All property of the corporation shall be returned by the Committee member no later than one (1) week following his/her resignation.

ARTICLE VI - MEMBERSHIP

SECTION I Membership classes in Los Isleños Heritage and Cultural Society of St. Bernard shall be divided between persons who belong to the Canary Islander Descendants Community and those who do not belong to this community. There shall be a series of three (3) membership titles which constitute the general membership:

- I. Vested membership shall consist of members who belong to the Canary Islander Descendants Community and are at least eighteen (18) years of age.
- II. Associate membership shall consist of members who do not belong to the Canary Islander Descendants Community and are at least eighteen (18) years of age.

III. Honorary membership shall be bestowed upon persons deemed by the President and/or the majority of the Board of Directors to have rendered significant support to Los Isleños Heritage and Cultural Society of St. Bernard in fulfilling the Mission Statement.

SECTION II Vested members and associate members shall pay annual membership dues to maintain their membership in the corporation.

SECTION III Honorary members shall not serve as Officers or Directors. Associate members shall not hold the offices of Vice President or President.

SECTION IV The privileges of membership include access to communications such as newsletters, bulletins, news briefs, and notices; proceedings of the Board of Directors; all meetings available to the general membership; certain elected office and voting eligibility; official events and field trips; and other privileges to be determined by the Board of Directors.

SECTION V Any member obligated to pay dues annually and failing to do so shall be designated as delinquent and suspended from all membership privileges pending written notification by the Vice President. Payment of membership dues prior to thirty (30) days of receiving written notification shall immediately reinstate delinquent members to active membership.

SECTION VI Membership dues shall be payable January 1st of each year. Membership dues remaining unpaid by March 31st of each year shall result in delinquency. In extreme circumstances, the Board of Directors reserves the right to modify the date beginning the delinquency period for the current fiscal year. If no payment of membership dues has been received following the delinquency period, delinquent members shall be removed from membership lists immediately. Former members shall retain the option of re-establishing eligibility by submitting an application for a new membership.

SECTION VII The regular general membership meetings of this corporation shall be held monthly as determined by the Board of Directors. An annual meeting of this corporation shall be held in the month of February for the purpose of delivering and receiving annual reports.

ARTICLE VII - ELECTIONS

SECTION I Nominations shall be held for expiring Officer and Director positions during the August and September general membership meetings. No nominations shall be accepted after the September general membership meeting.

SECTION II The election of Officers and Directors shall be held in October at a regular general membership meeting.

SECTION III The Election Committee shall manage the election of Officers and Directors. Following the nomination process, the Committee shall submit a list of the names of nominated candidates to the general membership after assuring the eligibility of candidates. Elections shall be by ballot and a majority of votes cast shall be necessary to elect Officers and Directors. The Election Committee shall assure that only members with voting privileges shall cast their ballots.

SECTION IV Only vested and associate members who have not been delinquent for six (6) months prior to the election shall exercise voting privileges.

SECTION V The election of Officers and Directors shall be staggered between odd-numbered and even-numbered years. The President, Secretary, one (1) Sergeant-at-Arms, and three (3) Directors shall be elected in odd-numbered years. The Vice President, Treasurer, Historian, one (1) Sergeant-at-Arms, and two (2) Directors shall be elected in even-numbered years.

SECTION VI The transition of power following the election shall be complete as of October 20th of that year. All property of the corporation shall be returned by the Officer or Director by this date.

ARTICLE VIII - DISCIPLINE

SECTION I In the event of non-performance, delinquency, or violation of the Articles of Incorporation and/or these By-Laws; the Officer, Director, or Committee member shall face a motion to censure or a motion to expel as described by Chapter 15 of *Robert's Rules of Order*.

SECTION II An Officer or Director shall be considered delinquent if said member is absent to more than six (6) meetings of any kind with a valid excuse and/or more than four (4) meetings of any kind without a valid excuse during his/her term. To be a valid excuse, the absence must be due to a reasonable, unforeseen circumstance and notice of said absence must be submitted to the Board of Directors through ordinary means of communication prior to the meeting.

ARTICLE IX - AMENDMENTS

SECTION I The By-Laws shall be amended by a two-thirds ($\frac{2}{3}$) vote of the active membership present at a regular general membership meeting provided the proposed amendments have been presented at the previous general membership meeting.

ARTICLE X - PARLIAMENTARY AUTHORITY

SECTION I Los Isleños Heritage and Cultural Society of St. Bernard shall be governed by *Robert's Rules of Order*.

THESE RESTATED AND AMENDED BY-LAWS OF LOS ISLEÑOS HERITAGE AND CULTURAL SOCIETY OF ST. BERNARD were adopted by unanimous vote of the general membership assembled in regular session, Tuesday, September 29th, 2020 at 7:00 p.m. in the Frank M. Fernández, Jr. Isleño Center, 1357 Bayou Road, Saint Bernard, Louisiana 70085.